

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

INTEGRATED HEALTH SERVICES)
OF CLIFF MANOR, INC., a Delaware corporation,)
INTEGRATED HEALTH SERVICES AT)
RIVERBEND, INC., a Delaware Corporation,)
INTEGRATED HEALTH SERVICES AT)
SOMERSET VALLEY, INC., A Delaware)
corporation, ALPINE MANOR, INC., a)
Pennsylvania corporation, INTEGRATED)
HEALTH GROUP, INC., a Pennsylvania)
corporation, SPRING CREEK OF IHS, INC., a)
Pennsylvania corporation, FIRELANDS OF IHS,)
INC., a Pennsylvania corporation, ELM CREEK)
OF IHS, INC., a Pennsylvania corporation, IHS)
LONG TERM CARE SERVICES, INC., a)
Delaware corporation,)

Plaintiffs,

V.

THCI COMPANY LLC,

Defendant.

Civil Action No. 04-910

DECLARATION IN SUPPORT

AMOS ALTER declares:

1. I am Of Counsel to Troutman Sanders LLP, co-counsel herein to the named plaintiffs and to Abe Briarwood Corp., all of whom have been named, along with Doe and Roe defendants, as defendants in a document styled "Second Amended Counterclaims", served by defendant herein.

2. The reasons this document is improperly interposed in this action are set forth in the accompanying Memorandum of Law. This Affirmation is solely for the purpose of annexing the documents necessary to an understanding of the motion, namely the Second Amended Counterclaims here complained of (Exh. "A"); the Answer and First Amended Counterclaims (Exh. "B"); the Order in another action upon which defendant herein apparently relies (Exh. "C"), and the complaint dismissed in that other action (Exh. "D").

3. I declare, under penalty of perjury, that the foregoing is true and correct.
Executed on December 14, 2005.



Amos Alter